


**SECRET**

21 April 1958

MEMORANDUM FOR: Chief, Benefits and Casualty Division  
SUBJECT : Draft of Minutes of GEHA Meeting

There is returned herewith the draft of the minutes of the meeting of 21 February 1958. I have reworded paragraph six (6) to more accurately reflect the action to amend the Certificate of Incorporation.

  
Acting Director of Security

25X1

Attachment:  
Draft of Minutes of  
Meeting of 21 Feb. 1958

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25X1

6. [ ] then introduced for consideration of the Board the resolution to amend the GEHA Certificate of Incorporation. It was noted that the resolution had been circulated to the members of the Board in advance, and the seven days prior notice as required by the by-laws had been complied with. The resolution concerned the amending of the third paragraph of the Certificate of Incorporation which was recorded on 29 June 1948 to read as follows: "the particular business and object of the said corporation shall be to make available various types of group and other insurance benefits to members and their dependents, and to do all things necessary or incidental thereto". The Board discussed the proposed resolution and its purpose, which was to legalize the making available to GEHA members life insurance and other programs which are not specifically covered in the Certificate of Incorporation in effect at the present time. [ ] moved 25X1 that the charter be amended and [ ] seconded the motion. The 25X1 Board members unanimously adopted (1) the resolution by the Board to amend the Certificate of Incorporation and (2) a certificate to be executed by the president and the secretary certifying the resolution to the Office of the Superintendent of Corporations for the District of Columbia.

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D-R-A-F-T  
3/19/58

MINUTES OF A REGULAR MEETING  
BOARD OF DIRECTORS  
GOVERNMENT EMPLOYEES HEALTH ASSOCIATION

1. The regular meeting of the Board of Directors of the Government Employees Health Association, Inc. (GEHA, Inc.) was convened in Room 2601, Curie Hall, on the twenty-first day of February 1958, at 2:00 P.M. Members of the Board present at the meeting were as follows:

[REDACTED]  
Dr. John R. Tietjen  
[REDACTED]

2. The following officers were present: [REDACTED] President; and [REDACTED] Assistant Secretary-Treasurer.

3. The meeting was called to order by the Chairman, [REDACTED] [REDACTED] consultant to the Board, and [REDACTED] representative to the Board from the office of General Counsel.

4. The Chairman called upon the President to read the Minutes of the previous meeting. After the reading of the Minutes the Chairman moved, and the motion was passed, that paragraph 3 be corrected to show the results of the 1958 election of the Board of Directors by name.

[REDACTED] ed that the Minutes be accepted and this motion was seconded  
Motion carried.

5. The Chairman called for order of business, then proceeded to  
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STATINTL state that a letter was sent to the Office of the General Counsel  
STATINTL requesting the designation of a Consultant to the Board. The Consultant,  
STATINTL in person of [ ] was welcomed. Also, [ ] was welcomed,  
STATINTL and mention was made of a letter of appreciation for past service  
STATINTL forwarded to [ ] requesting that he now serve as Consultant to  
STATINTL the Board.

STATINTL 6. [ ] then took up the item of the certificate which  
STATINTL he mentioned had been circulated to the Board. He asked if there was  
STATINTL any discussion on this matter; if not, thought the Board should move to  
STATINTL amend the certificate of incorporation as set forth. [ ]  
STATINTL then read the proposed amendment. This, he stated, represented two  
STATINTL items: a resolution by the Board and a certificate to be executed by the  
STATINTL Secretary and sent to the Office of the Superintendent of Corporations  
STATINTL for the District of Columbia. After discussion on the matter, [ ]  
STATINTL made the motion that the charter be changed. [ ] seconded the  
STATINTL motion. [ ] requested that the minutes reflect that the seven  
STATINTL members of the Board present at this meeting unanimously voted to adopt  
STATINTL the resolution of amendment to the GEHA Certificate of Incorporation.  
STATINTL [ ] asked that the minutes reflect that this amendment to the  
STATINTL certificate was adopted at this meeting and that more than the seven days  
STATINTL advance notice as required in the By-Laws was given to the Board before  
STATINTL this amendment was voted on.

STATINTL 7. [ ] asked if there was any other business to be  
STATINTL discussed prior to [ ] talk. Dr. Tietjen stated that the  
STATINTL Board might care to consider what policies or procedures, if any, of

auditing should be carried out when each new Board takes over. After discussion it was determined that instead of an annual (sometimes longer period of time) audit at the convenience of Audit Staff, an audit should be made each year following election of new Board. [ ] appointed [ ] to request an early audit.

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8. [ ] asked if there was any other business. [ ] stated he had a question on procedures. He asked that if anyone had something that they wanted explored, should they channel it to the Steering Committee? [ ] stated that first the problems should be presented to the Steering Committee. They will hold a meeting on it. After discussion of this item, notification will be sent out to the Board members and it will be placed on the Agenda for a future meeting.

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9. [ ] gave a talk on the insurance programs.  
10. [ ] called upon [ ] to say a few words.

STATINTL

[ ] made a brief talk on following points:

- (a) Re percentage "danger point" from Underwriter's viewpoint - claims versus premiums.
- (b) More details re Insurance Task Force which [ ] touched upon.
- (c) Compliment to Assistant Secretary-Treasurer.

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[ ]  
Assistant Secretary-Treasurer

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